

**PART ONE, BY LAWS OF ASSOCIATION
OF
TETHEROW CROSSING PROPERTY OWNER'S ASSOCIATION, INC.**

ARTICLE I, SECTION 1, NAME AND PURPOSE

This Association shall be called: Tetherow Crossing Property Owner's Association, Inc.

SECTION 2, PURPOSE

The purposes and objects of this Association shall be to provide for the operation, maintenance, repair, rebuilding or rehabilitation of roads, streets and public ways of Tetherow Crossing Development, Deschutes County, Oregon, for the benefit of members of the Association who have purchased parcels therein.

ARTICLE II, SECTION 1, MEMBERSHIP

All owners of one or more parcels of property within the above described development shall automatically become members of this Association. Any person purchasing any parcel within said area under an agreement of sale and/or land sales contract shall be deemed the owner of said parcel for the purposes hereunder. Joint owners of one or more parcels shall be entitled to one membership.

ARTICLE III, SECTION 1, FEES AND DUES

Dues shall be in the sum of \$65.00 per year per parcel, payable on or before September 1st of each year for the fiscal year beginning September 1st of that year. Additional dues in the amount of \$65.00 per year per parcel shall be payable for the purpose of completing oil-type paving or until a vote of the membership requires this assessment is no longer needed. This brings the total amount of dues payable per parcel to \$130.00 per year.

ARTICLE III, SECTION 2, NON-PAYMENT OF DUES

In the event of non-payment of dues or any assessment, the board of directors may direct the Association Treasurer to file in the office of the Deschutes County, Clerk, within 120 days after such delinquency a claim of lien setting forth the amount of the delinquent assessment together with interest, reasonable attorney's fees, and the costs of filing the lien. The treasurer will be instructed to apply a rate of interest of 9% per annum accruing from the date the assessment became delinquent and continuing until final payment of the assessment. Such lien shall continue until paid or foreclosed. This lien shall be of the same kind and may be enforced so far as possible as provided in the Oregon Unit Ownership Law.

ARTICLE IV, SECTION 1, ANNUAL MEETINGS

The annual meeting shall be held in September of each year.

SECTION 2, SPECIAL MEETINGS

Special membership meetings shall be called by the Secretary upon resolution of the board, or upon petition of five (5%) percent of the voting members. The petition shall state the purpose of the special meeting and may fix a period of two weeks during which the meeting may be held; provided, however, that the petition be delivered to the Secretary not less than two weeks before the designated period.

SECTION 3, QUORUM

At any regular or special meeting, a quorum shall consist of ten (10%) percent of the membership, except that any membership meeting at which a quorum is not present may be adjourned for from seven to fourteen days, and give notice to all voting members of the adjourned meeting. At the reconvened meeting, a quorum will consist of five (5%) percent of the membership.

SECTION 4, POWERS OF MEETINGS

At a membership meeting, declarative resolutions may be adopted, and instructions may be issued to the Board provided they do not abridge powers specially granted to the Board by these Articles. At a special membership meeting no business may be transacted other than that stated as the purpose of the meeting, without the unanimous consent of the members present.

SECTION 5, VOTING RIGHTS

Each member shall be entitled to one vote only, cast in person or by mail, and there may be voting by proxy. However, voting rights will be denied to property owners not paying Association dues. Monthly payments are acceptable and property owners making minimum payments of 1/12 of the yearly fees will retain their voting rights.

ARTICLE V, SECTION 1, DIRECTORS

The management of the Association shall be vested in a Board of Directors consisting of seven (7) persons elected by the membership. All Directors elected by the membership shall serve for a period of one year and until their successors are duly elected and qualified.

SECTION 2, VACANCIES

Any director of this Association, who having been duly notified, fails to attend four regular consecutive board meetings without excuse satisfactory to the Board, shall thereby forfeit his membership therein, and the position shall thereupon be deemed vacant.

SECTION 3, DUTIES OF DIRECTORS

The Directors shall administer all business carried on by the Association under the direction and control of any special or regular meeting of the members. They shall arrange an impartial review of the books of the Association at least once a year, by any three members of the Association, only one of which may be a board member, and none of which can sign on the corporation checking account. They shall also issue annually to the membership a full report of its work during the year, including a financial statement, and of the progress and condition of the Association. The Board may create advisory committees composed of individuals interested in one or more phase of the work of the Association.

The Directors shall have the power to expend money to maintain the roads, streets and public ways of the Development for the benefit of all members; to provide informational services for the members and prospective owners of the property, and to provide such additional services to the members as they in their sole discretion may determine to be advisable.

SECTION 4, OFFICERS

The officers shall be: President, Vice-President, Secretary, Treasurer, and such others as the Board may deem necessary. The President, Vice-President, and Secretary shall be appointed by the board of directors from their number at the first regular board meeting following the annual election. All officers shall hold office at the discretion of the Board. If the Treasurer is not a member of the board, that person may have a voice, but no vote, at the board meeting.

ARTICLE VI, SECTION 1, MAIL VOTE

Whenever in the judgment of the board of directors any question shall arise which it considers should be put to a vote of the membership, and when it deems it inexpedient to call a special meeting for that purpose, it may submit the matter to the membership in writing by mail for vote and decision, and the question thus presented shall be determined according to a majority of the votes received by mail within two weeks after such submission to the membership, provided that in each case, votes of at least 25% (twenty-five) percent of the members shall be received.

The mail ballot shall state purpose of vote and deadline date for ballot to be returned. Any ballot not returned by the deadline date shall be counted as with the majority of votes received. Action taken in this manner shall be as effective as action taken at a duly called meeting.

ARTICLE VII, SECTION 1, LIABILITIES

Nothing herein shall constitute members of the Association as partners for any purpose. No member, officer, agent, or employee shall be liable for the acts or failure to act of any other member, officer, agent, or employee of the Association. Nor shall any member, officer, agent, or employee be liable for his acts or failure to act under these Articles, except only acts or omissions arising out of his willful misfeasance.

By Laws of Association of Tetherow Crossing Property Owner's Association, Inc. March 14, 1991

ARTICLE VIII, SECTION 1, AMENDMENTS

These Articles of Association may be amended, repealed, or altered in the whole or in part by a majority at any duly organized meeting of the Association.

ARTICLE IX, SECTION 1, ROADS

The property Owners Association shall be responsible for the maintenance of all roads in the development.

As of April 9th, 1991, the above bylaws supersede and replace the bylaws and amendments recorded with Deschutes County, May 10, 1974.

Tetherow Crossing Property Owner's Association, Inc.

By Steve Chacks
President

ATTEST
Deborah J. Jenkins
Secretary

STATE OF OREGON)
) ss.
County of Deschutes)

On this 19 day of May, 1991, personally appeared before me Steve Chacks, who, being duly sworn, did say that he is the President of TETHEROW CROSSING PROPERTY OWNERS ASSOCIATION, INC., and that said instrument was signed in behalf of said association by authority of its Board of Directors and a majority of the Association by a mail vote held April 5, 1991, and he acknowledged said instrument to be its voluntary act and deed.

Bonnie M. Fleming
Notary Public for Oregon
My Commission Expires: 9/11/93

STATE OF OREGON)
COUNTY OF DESCHUTES) ss.

I, MARY SUE PENHOLLOW, COUNTY CLERK AND RECORDER OF CONVEYANCES, IN AND FOR SAID COUNTY, DO HEREBY CERTIFY THAT THE WITHIN INSTRUMENT WAS RECORDED THIS DAY:

91 MAY 20 PM 2:15
MARY SUE PENHOLLOW
COUNTY CLERK

BY: [Signature] DEPUTY
NO. 91-13734 FEE 15
DESCHUTES COUNTY OFFICIAL RECORDS

Bonnie M. Fleming
BONNIE M. FLEMING
NOTARY PUBLIC - OREGON
MY COMMISSION EXPIRES 9/11/93

Tetherow Property Owners Assoc
P.O. Box 405
Redmond, OR 97756